

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
W.R. GRACE & CO., *et al.*,)
Debtors) Case no. 01-01139 (JFK)
) Jointly Administered
) Re: Docket No. 11067
) 9/11/06 Agenda
) ~~Item No. 11067~~

**ORDER PURSUANT TO BANKRUPTCY CODE SECTION 1121(d) EXTENDING
DEBTORS' EXCLUSIVE PERIODS IN WHICH TO FILE A CHAPTER 11 PLAN AND
TO SOLICIT VOTES THEREON**

This matter coming before the Court on the Debtors' Ninth Motion for an Order Pursuant to 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods in Which to file a Chapter 11 Plan and to Solicit Votes Thereon (the "Motion"); the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1134, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and (c) notice of the Motion was adequate under the circumstances; and the Court having reviewed the relevant responses and objections to the Motion, having heard the arguments of Counsel and having determined that just cause has been established for the relief granted herein;

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. The Debtors' exclusive filing and solicitation periods for a chapter 11 plan are extended through and including the date of the Court's Omnibus Hearing in July 2007, at which time the Debtors may be heard with respect to a request for a further extension of such periods.
3. This Order is without prejudice to any party in interest moving the Court to terminate the Debtors' exclusive periods at any time prior to the July 2007 hearing.

4. The Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: October 3, 2006

Judith K. Fitzgerald
The Honorable Judith K. Fitzgerald
United States Bankruptcy Judge